





MARVEL  
COMICS

# X-MEN

GAMESMASTER'S  
LEGACY  
ON SEGA  
GAME GEAR!



The lethal labyrinth of The Pyramids holds a host of deadly surprises for Rogue and hidden power-ups as well!



Gambit's staff allows him to fight at any distance. Play your cards carefully, especially with Fabian Cortez in town.



Use Bishop to dodge the deadly tornadoes of Sienna Blaze, and take the fight to her.

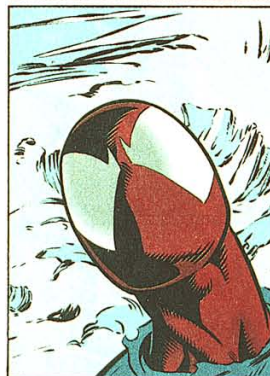
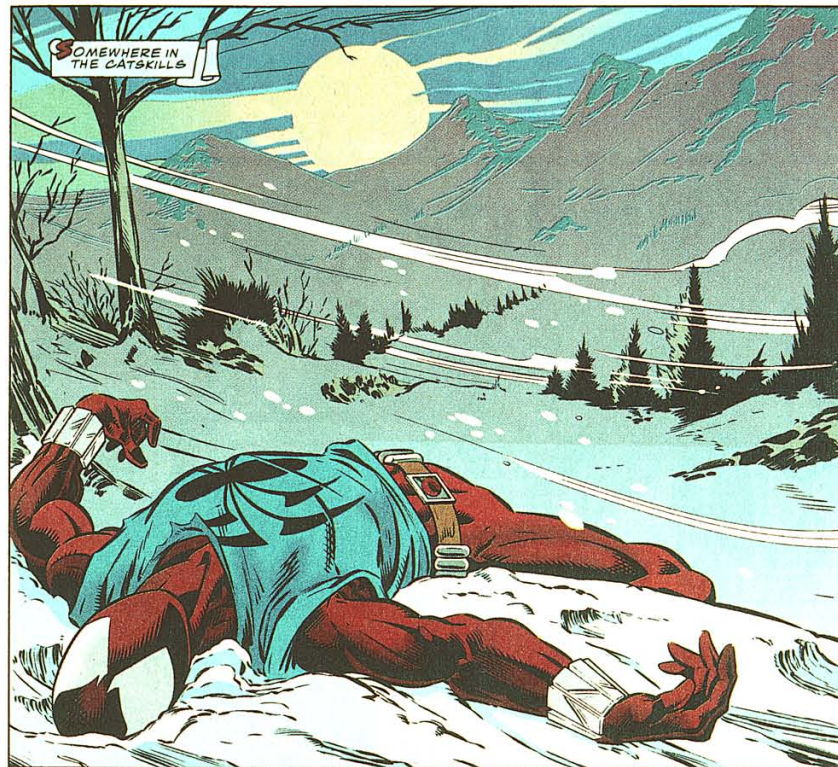


COMING SOON! MARVEL COMICS' X-MEN: CLONE WARS on SEGA GENESIS™

Sega, Game Gear and Genesis are trademarks of SEGA. Marvel, X-MEN, Gamesmaster's Legacy and the distinctive X-Men logo are trademarks of Marvel Entertainment Group, Inc. All rights reserved. © 1994 Marvel Entertainment Group, Inc. All rights reserved. © 1994 SEGA. All rights reserved.

ADVERTISEMENT

TM & © 2004 MARVEL



THE AMAZING SPIDER-MAN • Vol. 1, No. 399, March, 1995 (ISSN #0274-5232) Published by MARVEL COMICS, Terry Stewart, President, Stan Lee, Publisher, Michael Hobson, Group Vice President, Publishing Office of Publication, 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10018. SECOND CLASS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1995 Marvel Entertainment Group, Inc. All rights reserved. Price \$1.50 per copy in the U.S. and \$2.05 in Canada. Subscription rate for 12 issues: \$18.00 U.S. Canadian subscribers must add \$10.00 for postage and GST. GST #R127032852. Foreign: \$30.00. No similarity between any of the names, characters, persons, or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. THE AMAZING SPIDER-MAN (including all prominent characters featured in the issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP INC. POSTMASTER: SEND ADDRESS CHANGES TO THE AMAZING SPIDER-MAN, c/o MARVEL DIRECT MARKETING INC., SUBSCRIPTION DEPT., P.O. BOX 1879, DANBURY, CT 06815-1879. TELEPHONE: (203) 743-5331. Printed in the U.S.A.

TM & © 2004 MARVEL



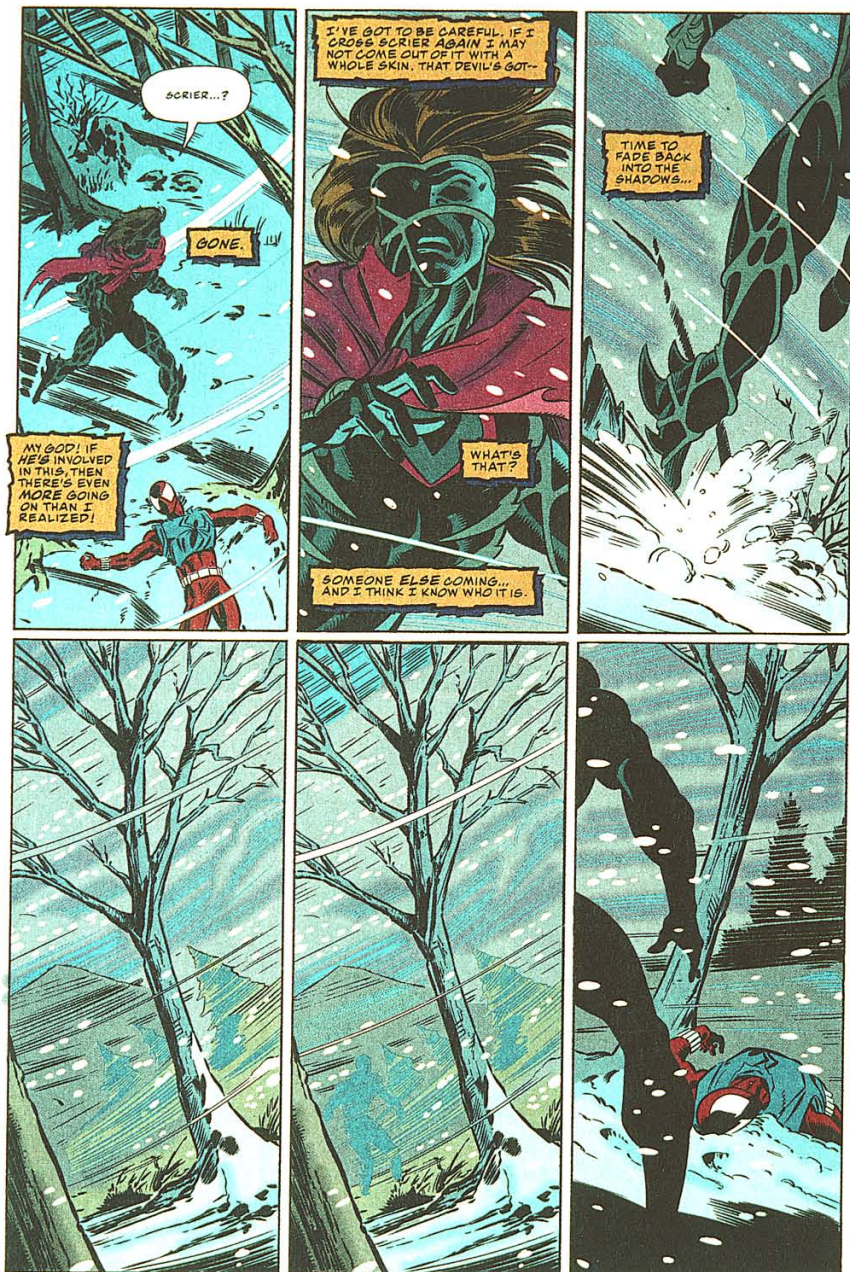


2



3





4

TM & © 2004 MARVEL

# AWAKEN THE POWER OF THE GARGOYLES!

On Video February 3rd!

"Gargoyles Is State-Of-The-Art!"

— TV GUIDE

Priced At  
**\$19.99!**

Suggested Retail Price

Glide Home With The Full-Length Movie Revealing Their Mysterious Origins!



TM & © 2004 MARVEL



BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN®**

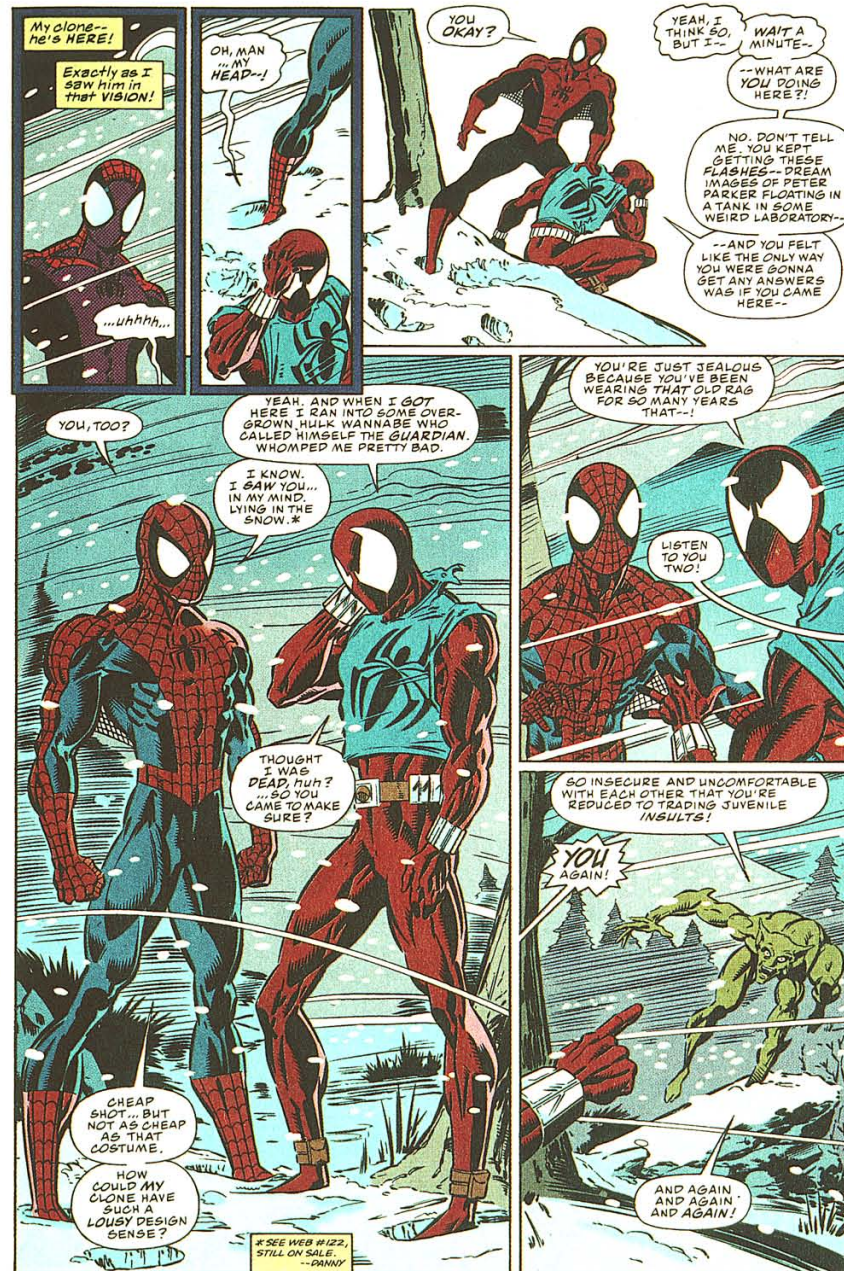
...AND SEE WHAT DEVELOPS.



J. M. DeMatteis WRITER  
MARK BAGLEY PENCILER  
LARRY MAHLSTEDT INKER

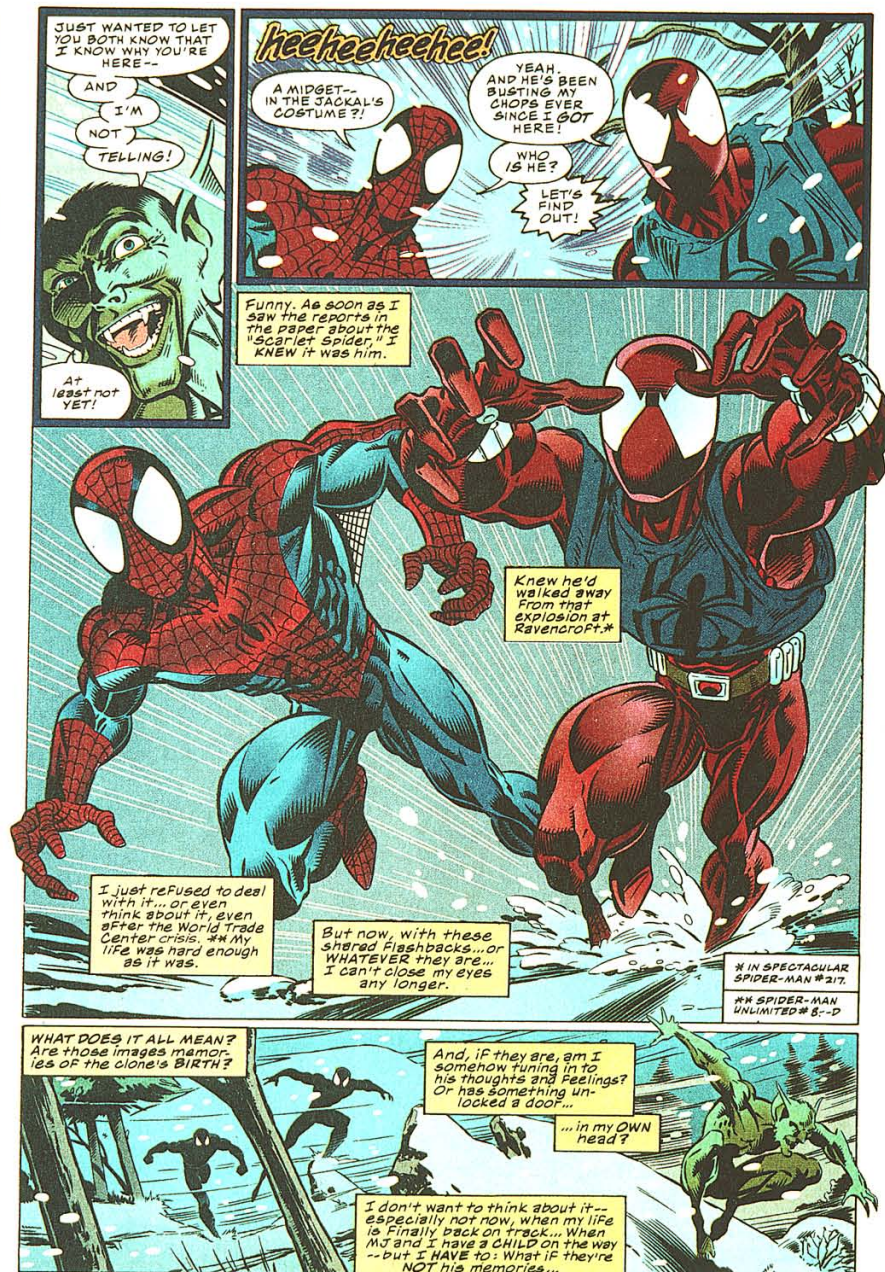
BILL OAKLEY • BOB SHAREN  
LETTERS • COLORIST  
DANNY FINGEROTH • BOB BUDIANSKY  
EDITOR • PATENT PENDING

6



7





## THE ODDS ARE AGAINST YOU.



LEAPING LIZARDS! SPIDEY'S CLEANING UP THE SEWER.



FLAME ON! THE HUMAN TORCH HEATS UP THE BEETLE™



SPIDEY GETS THE "JUMP KICK" ON VENOM™



FEATURING THE FANTASTIC FOUR™



SHOCKER™



MYSTERIO™



SPIDERSLAYER™



OWL™



VULTURE™



RHINO™



BEETLE™



JACK O' LANTERN™



Spider-Man and all other Marvel Characters and the distinctive likenesses thereof are trademarks of Marvel Entertainment Group, Inc. and are used with permission. © 1994 Marvel Entertainment Group, Inc. All rights reserved. Nintendo, Super Nintendo Entertainment System and the official seals are registered trademarks of Nintendo of America, Inc. © 1994 Nintendo of America, Inc. Sega and Genesis are trademarks of Sega Enterprises Ltd. All rights reserved. Acclaim is a registered trademark of Acclaim Entertainment, Inc. © 1994 Acclaim Entertainment, Inc. All rights reserved.



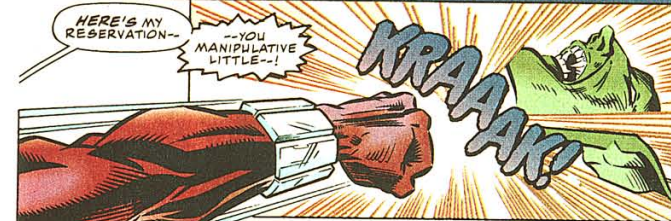




THE LAST TIME WE MET HE WAS SO TWISTED INSIDE... SO ANGRY AND WOUNDED. BUT SOMETHING'S CHANGED. THERE'S A CONFIDENCE... A SENSE OF SECURITY AND POWER...



SOMEBODY'S PLAYING GAMES WITH US-- AND THE ONLY WAY WE'RE GONNA FIND OUT WHO IT REALLY IS-- IS TO PLAY ALONG.





# THE SNACK OF THE FUTURE IS HERE!

VALUE PACK! 10 POUCHES

Betty Crocker

SNACKS MADE WITH FRUIT

## X-MEN



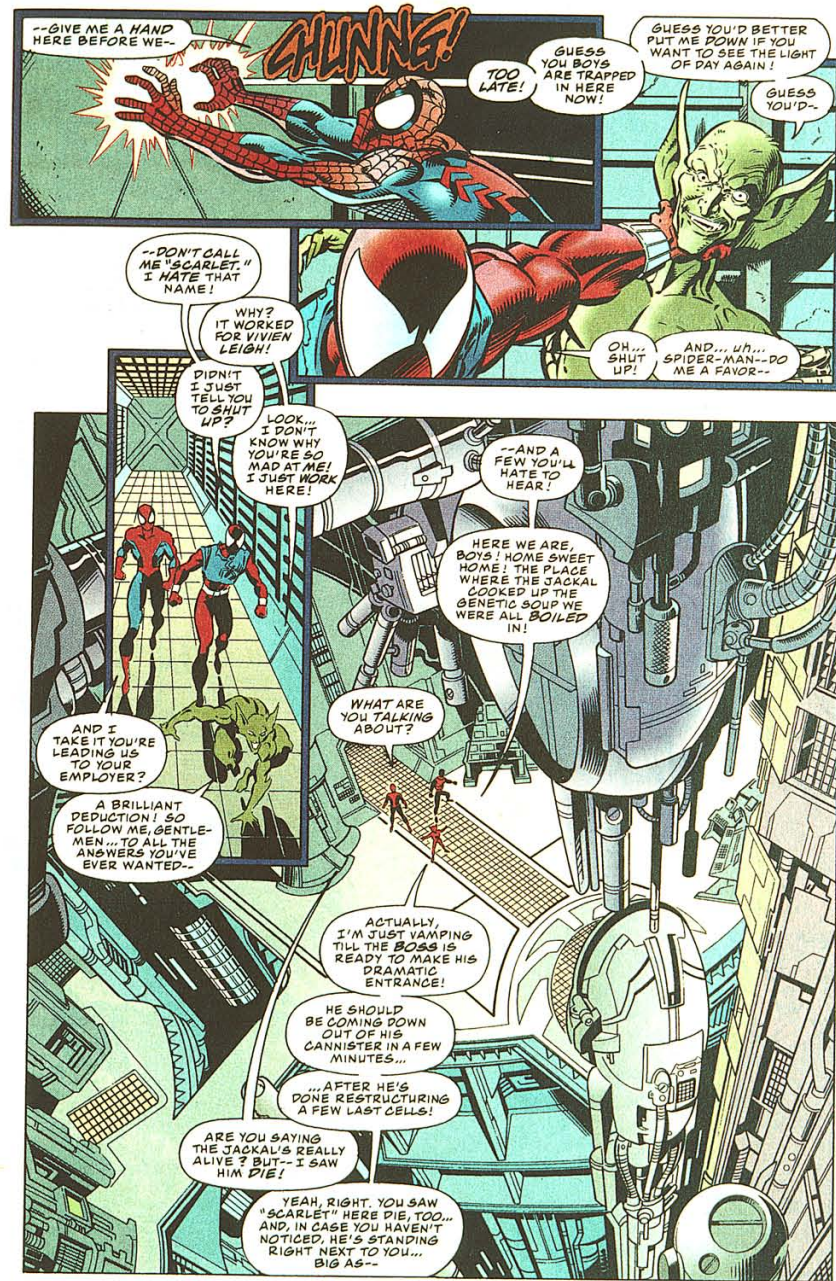
ASSORTED FRUIT  
STRAWBERRY, GRAPE, MANGO, CHERRY  
NET WT. 10 POUCHES

They're X-treme!  
They're X-citing!

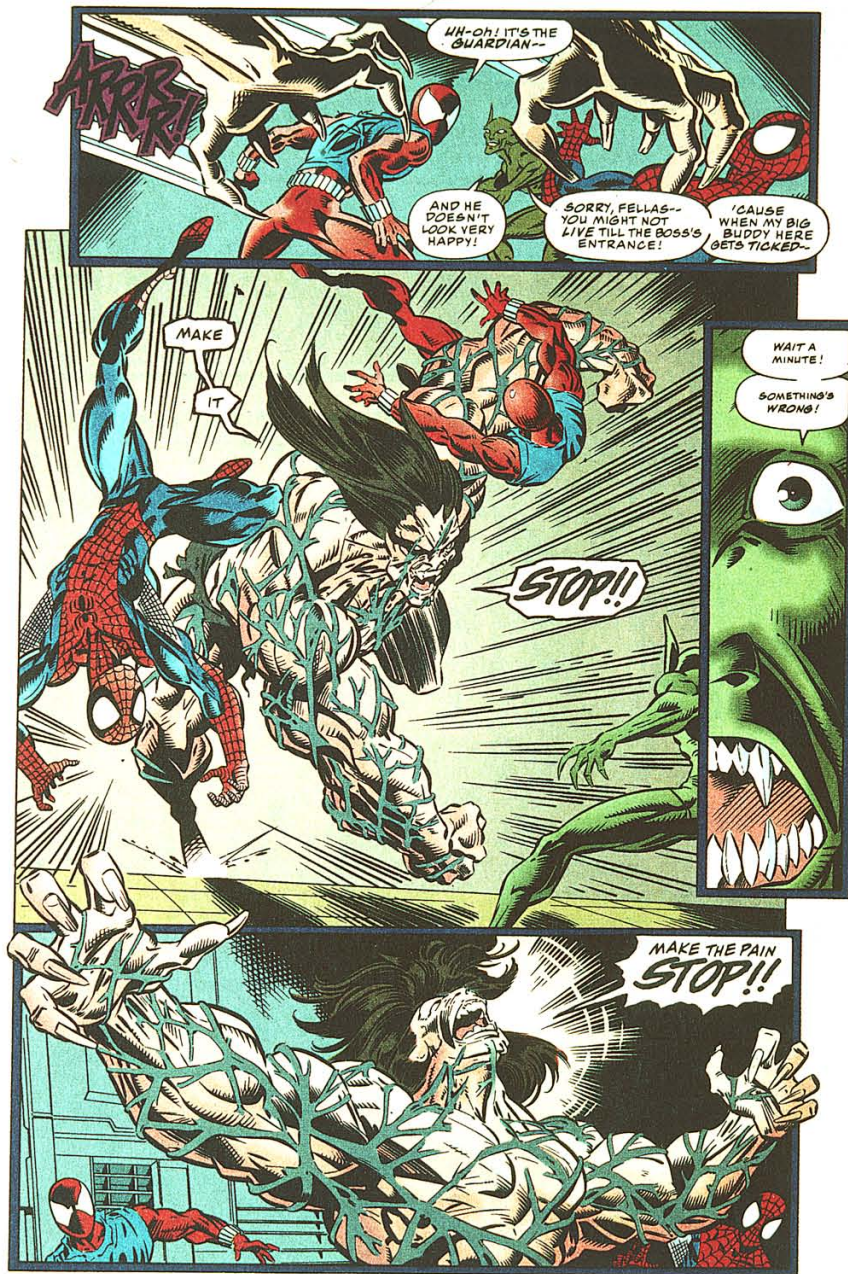
They're X-MEN Fruit Snacks. In mighty mutant shapes like Wolverine, Blackbird, Storm's lighting bolts, Gambit's super-charged playing cards and more!

They're X-MEN Fruit Snacks and they're X-ploding with power and taste!

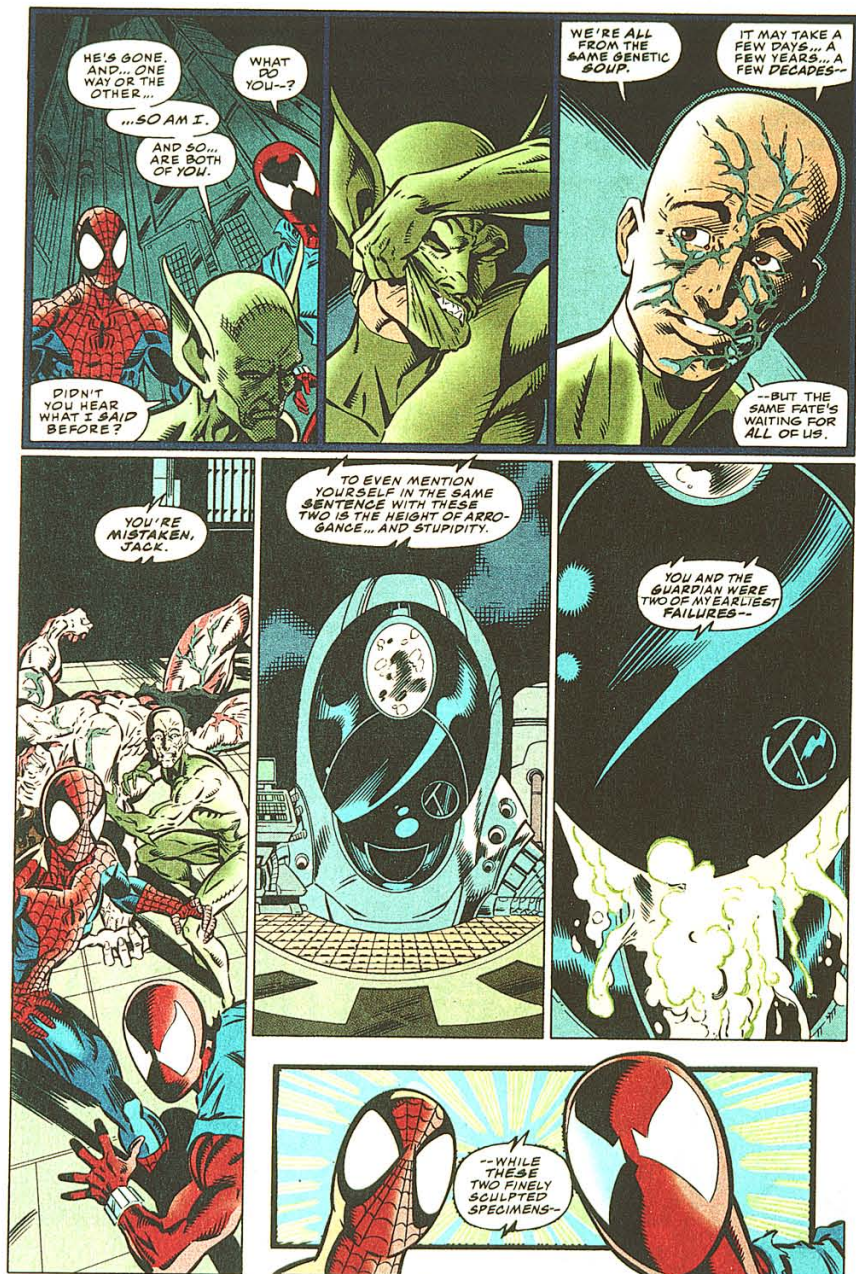
TM & © 2004 MARVEL











COLLECT ALL FOUR!

# ARE YOU HUNGRY FOR ADVENTURE?

LOOK FOR FREE SPIDER-MAN

MINI-COMIC BOOKS ON SPECIALLY MARKED JARS OF PETER PAN® PEANUT BUTTER!

Hey Spidey Fans!  
Order your exclusive Spider-Man™ digital watch. Get 'em quick before time runs out!

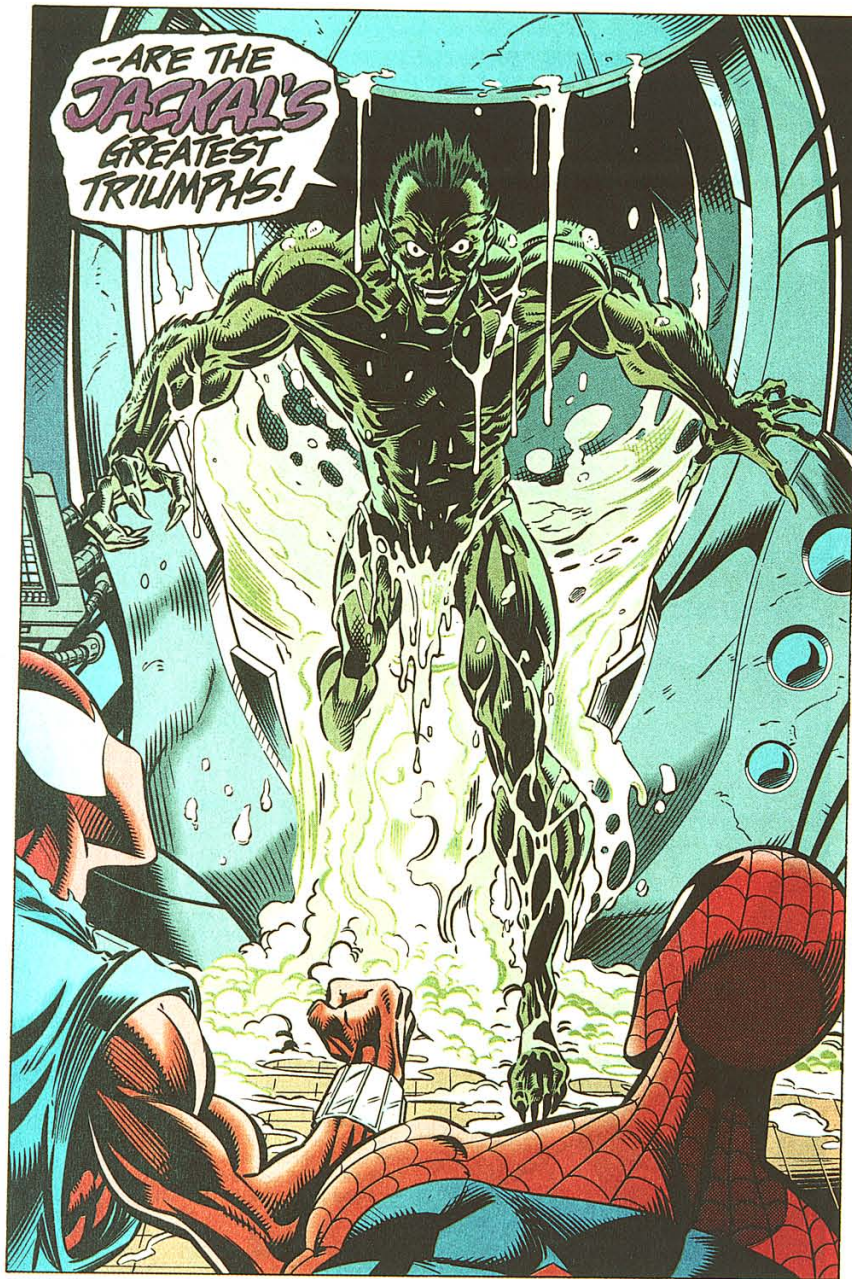
**How to order your Spider-Man™ Watch**  
Send a check or money order for \$7.50 (includes \$2 postage and handling), two proofs of purchase (barcode symbol) from 18-oz. or larger jars of Peter Pan Peanut Butter (any variety) and your name, address and daytime telephone number printed on a 3" x 5" card.

Mail to:  
Peter Pan Watch Offer  
P.O. Box 1054  
Maple Plain, MN 55592

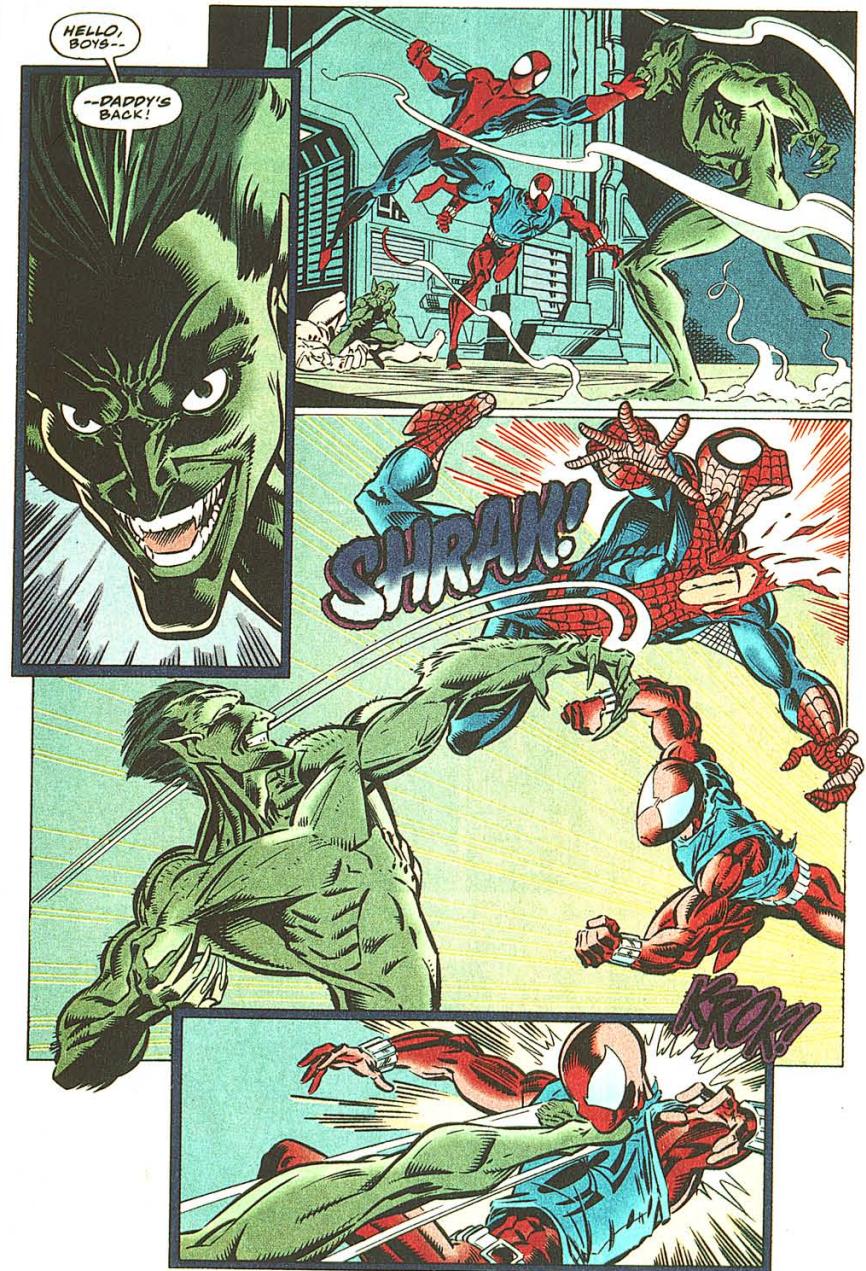
Allow eight weeks for shipment. Offer void if two proofs of purchase, check or money order in the correct amount and legible 3" x 5" card are not included. Photocopies of proofs of purchase are not acceptable. Proofs of purchase will not be returned. Not responsible for illegible or misdirected mail. Good only in U.S.A. Offer expires 3/1/95 or while supplies last.

MARVEL COMICS, SPIDER-MAN, TM & © 1995 Marvel Entertainment Group, Inc. All rights reserved. Peter Pan is a Registered Trademark of Hormel Foods, Inc. 9767-M.



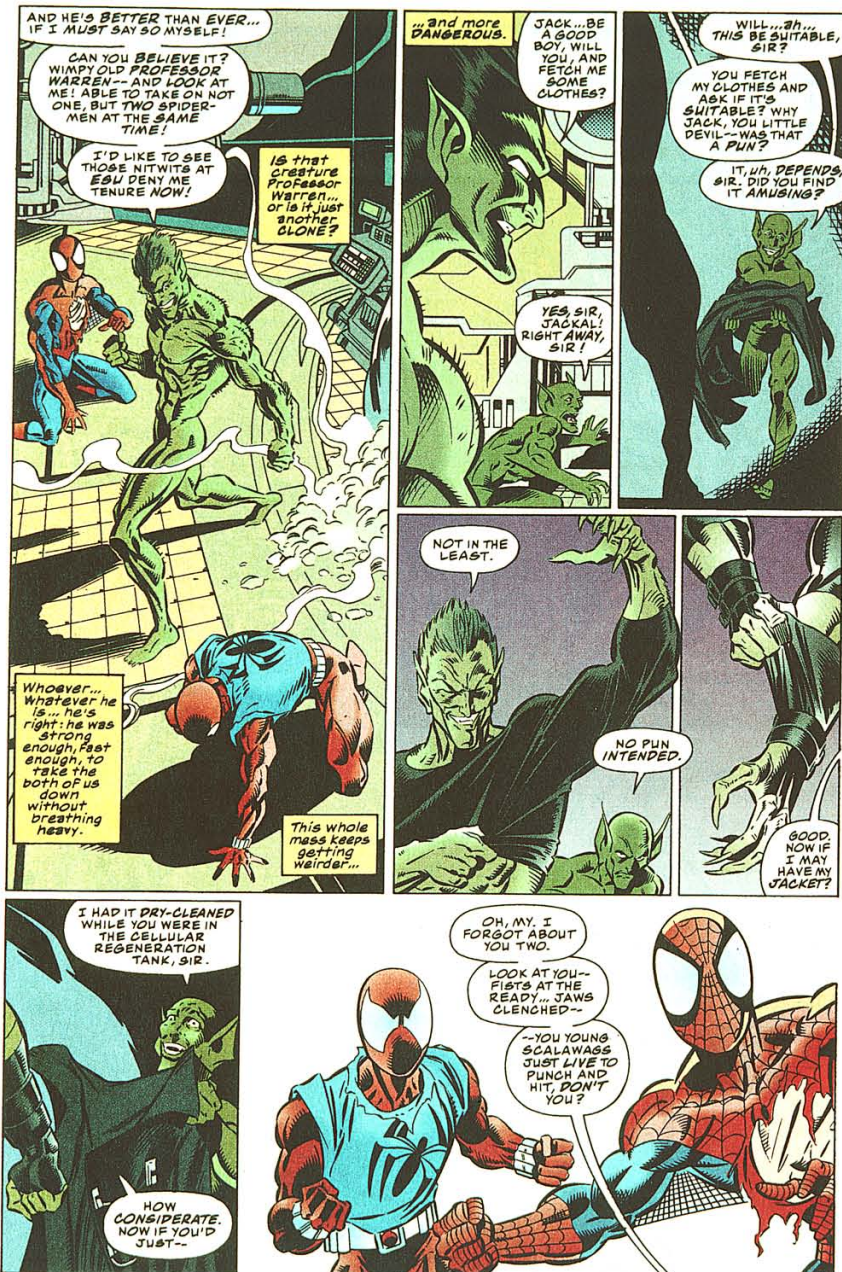


18

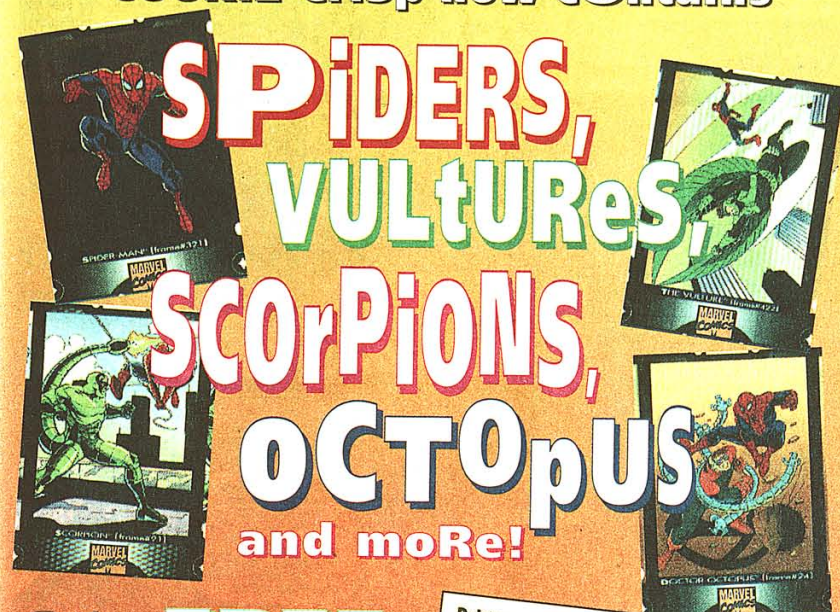


19





We'RE haPPy to aNnoUnCE that  
COOkiE-Crisp® now cOntains

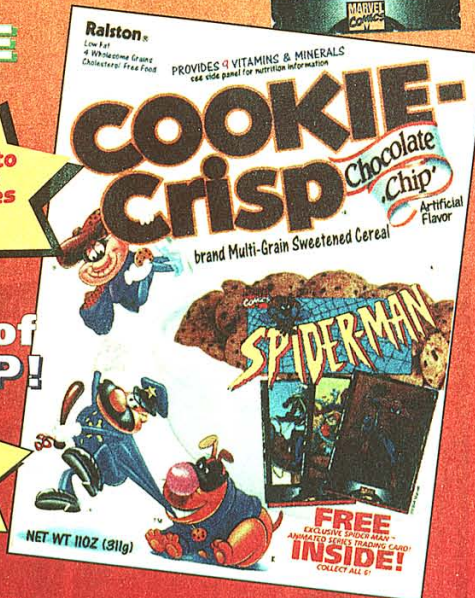


Get a **FREE**  
Spider-Man®  
animated  
series  
trading  
card in  
specially  
marked boxes of  
**COOKIE CRISP!**

Now it's  
even harder to  
resist The  
Little Cookies  
you can't  
resist!™

These exclusive  
cards feature  
animation  
style artwork,  
gold foil  
stamping  
and a high-gloss  
UV coating.

COLLECT  
ALL  
**6**

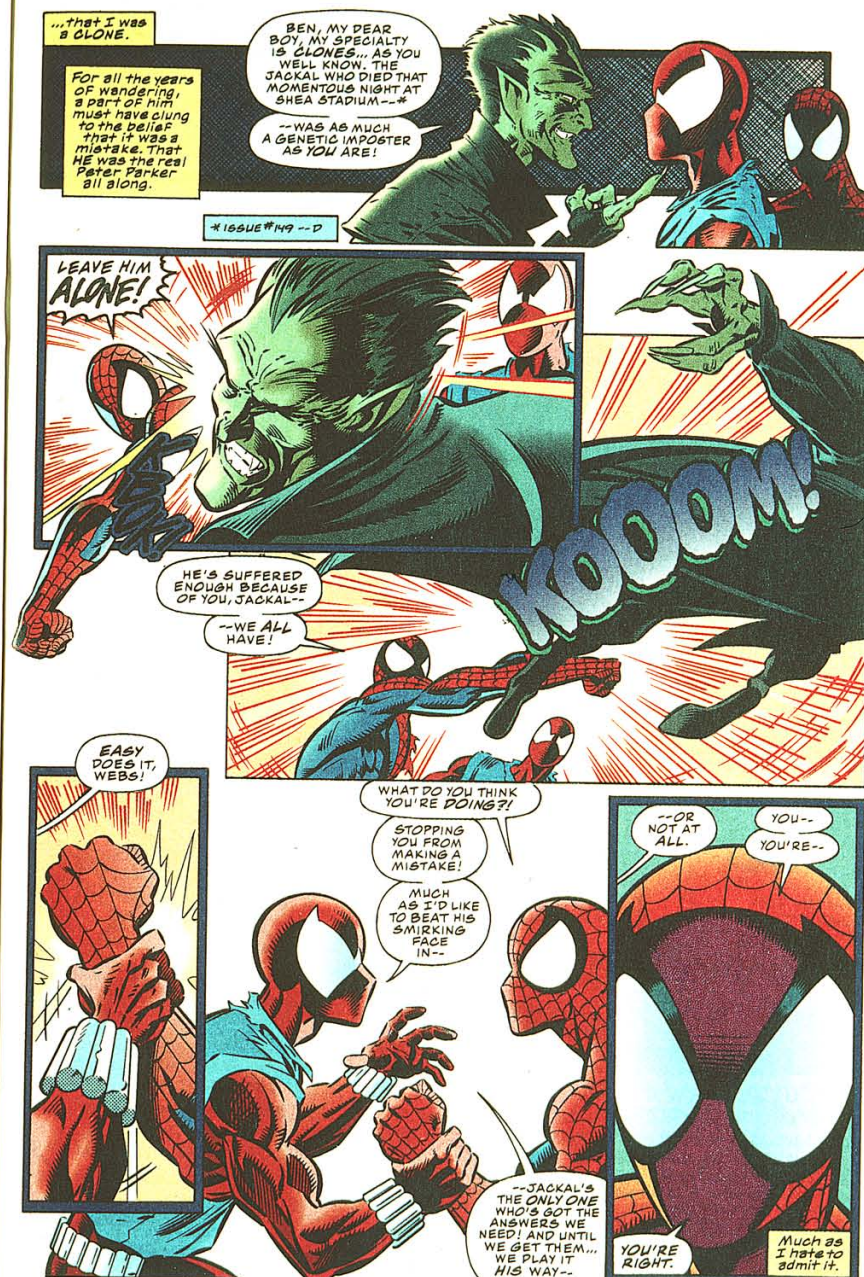


Marvel Comics, Spider-Man including all character names and likenesses.  
TM & © 1994 Marvel Entertainment Group, Inc. All rights reserved.  
Cookie Crisp is a registered trademark of Ralston Foods, Inc.

Offer good while supplies last.

ADVERTISEMENT







HOW DO YOU BECOME A

# SUPERHERO?

ADVERTISEMENT

GET BITTEN BY  
A RADIOACTIVE  
SPIDER!

BE EXPOSED  
TO GAMMA  
RADIATION!

OR  
JUST EAT

BE BORN  
A MUTANT!

HAVE AN  
ADAMANTIUM  
SKELETON!

BE  
BOMBARDED  
BY COSMIC  
RAYS!

TANGY CANDY  
**SweetARTS**

YOU COULD WIN A DRAWING OF YOURSELF AS A REAL SUPER HERO DRAWN BY A MARVEL ARTIST WHEN YOU ENTER THE SWEETARTS. SUPER HERO SWEEPSTAKES! ONE LUCKY PERSON WILL WIN A TRIP FOR THREE TO NEW YORK CITY TO TOUR THE MARVEL COMICS STUDIO AND TO RECEIVE THEIR DRAWING. PLUS, THERE ARE 355 OTHER COOL PRIZES YOU COULD WIN, INCLUDING LIMITED EDITION X-MEN WATCHES, SPIDER-MAN T-SHIRTS, MARVEL COMICS HATS, SWEETARTS, T-SHIRTS AND MARVEL COMICS STUDIO PINS! LOOK FOR ENTRY FORMS ON SPECIALLY MARKED CARTONS WHEREVER YOU BUY SWEETARTS. OR, PRINT YOUR NAME, ADDRESS, PHONE NUMBER AND BIRTHDATE ON A 3X5 CARD AND MAIL IT TO: SWEETARTS, SWEEPSTAKES, P.O. BOX 6626, ST. LOUIS, MO 63125. THERE'S NO PURCHASE NECESSARY, BUT YOU MUST BE UNDER 18 TO WIN A PRIZE. ENTER TODAY! YOU COULD BECOME A SUPER HERO! OFFER VOID WHERE PROHIBITED BY LAW.

Grand prize retail value \$6500.00. X-MEN Watch retail value \$59.95. Spider-Man T-shirt retail value \$14.99. Marvel Comics Hats retail value \$14.00. SweetARTS, T-shirt retail value \$10.00. Marvel Comics Studio pins retail value \$6.00. Entries must be received by August 31, 1995. Prize drawing will be held on or about September 29, 1995. Game open to residents of the U.S. and Puerto Rico, except employees and their families of Sunmark, Inc. and its advertising agencies. Odds of winning any prize depend upon the number of entries received. Void where prohibited.

TM & © 1994 Marvel Entertainment Group, Inc. SUPERHERO is a co-owned trademark. All rights reserved. SweetARTS is a registered trademark of Sunline Brands, a division of Sunmark, Inc.

TM & © 2004 MARVEL

## Use Your Spider-Sense: Subscribe!

# SPIDER-MAN

### THE ONE AND ONLY SPIDER-MAN

- ☐ AMZ Amazing Spider-Man
- ☐ PPK Spectacular Spider-Man
- ☐ SPL Spider-Man
- ☐ S99 Spider-Man 2099
- ☐ SMA Spider-Man Adventures
- ☐ WEB Web of Spider-Man

### MORE FROM MARVEL

- ☐ AVE Avengers
- ☐ BWF Blackwulf
- ☐ BLA Blaze
- ☐ BUT Beavis & Butt-Head
- ☐ CAM Captain America
- ☐ CCL Conan Classic
- ☐ CAD Conan The Adventurer
- ☐ DDV Daredevil
- ☐ D99 Doom 2099
- ☐ HWK Darkhawk
- ☐ DCC Dr. Strange
- ☐ FAN Fantastic Four
- ☐ FFO Fantastic Force
- ☐ FWK Force Works
- ☐ GAR Gargoyles
- ☐ GHR Ghost Rider
- ☐ G99 Ghost Rider 2099
- ☐ GAL Guardians of Galaxy
- ☐ H99 Hulk 2099
- ☐ INC Incredible Hulk
- ☐ IRM Iron Man
- ☐ MOR Morbius
- ☐ SUB Namor
- ☐ NWR New Warriors
- ☐ NOV Nova
- ☐ PUN Punisher
- ☐ P99 Punisher 2099
- ☐ PWJ Punisher War Journal
- ☐ ZON Punisher War Zone
- ☐ R99 Ravage 2099
- ☐ REN Ren & Stimpy

- ☐ SIL Silver Surfer
- ☐ THR Thor
- ☐ THU Thunderstrike
- ☐ WMC War Machine
- ☐ WAR Warlock & Inf. Watch

### STANDOUT X-MEN TITLES

- ☐ CAB Cable
- ☐ EYC Excalibur
- ☐ GEN Generation X
- ☐ SCL Sabretooth Classics
- ☐ XME Uncanny X-Men
- ☐ WOL Wolverine
- ☐ FAC X-Factor
- ☐ XFO X-Force
- ☐ MEN X-Men
- ☐ X99 X-Men 2099
- ☐ XAV X-Men Adventures
- ☐ XCL X-Men Classics
- ☐ XEY X-Men: The Early Years

GIVE A SUBSCRIPTION  
AS A GIFT!  
FREE PERSONALIZED  
GIFT CARDS!

**TO ORDER** MAIL TO: MARVEL DIRECT MARKETING, P.O. BOX 1979, DANBURY, CT 06813  
Check off the subscriptions you want to order (12 issues each) and return this page, or a copy, with your check or money order payable to "Marvel Direct Marketing Inc." or use your credit card.  
For faster service call: (203) 743-5331.

# of subscriptions: \_\_\_\_\_ Amount enclosed: \$ \_\_\_\_\_  
\*If you order 5 or more titles we will, if you wish, charge your credit card in 4 equal installments.

NAME (PLEASE PRINT) \_\_\_\_\_

ADDRESS \_\_\_\_\_ APT. # \_\_\_\_\_

CITY / STATE / ZIP \_\_\_\_\_

Charge My: ☐ VISA ☐ Mastercard ☐ Discover Card  
I'M ORDERING MORE THAN 5 TITLES. BILL MY CARD.

CREDIT CARD # \_\_\_\_\_ EXPIRATION DATE \_\_\_\_\_

SIGNATURE FOR CREDIT CARD ORDERS  
Canada, add \$10 per title (includes GST# R127032852). Foreign, add \$12 per title. Allow up to 10 weeks for delivery of your first issue. H51MR

TM & © 1994 Marvel Entertainment Group Inc. All rights reserved.

When you subscribe to the web-swinging world of Spider-Man or any of his fellow Marvel Super-Heroes, the more you order, the more you save! Order any one title for \$22 (saving an average \$1.40 off newsstand cost), and get a second title

for only \$21!  
Order more than two — each additional title is just \$20!

ORDER 5 OR MORE  
AND  
PAY JUST  
\$18 EACH! GET  
SPECTACULAR  
SAVINGS!



### MARVEL SUBSCRIBERS GET MORE!

- Sturdy Protective Kraft Envelopes with Acid Neutral Backing Boards!
- Special Offers on Mighty Marvel Merchandise!
- Exclusive Subscriber's Newsletter!
- All Enhanced Versions Even if They're Selling at a Premium Price!
- Special Customer Service Phone Number!
- Guaranteed Replacement of Damaged Copies!

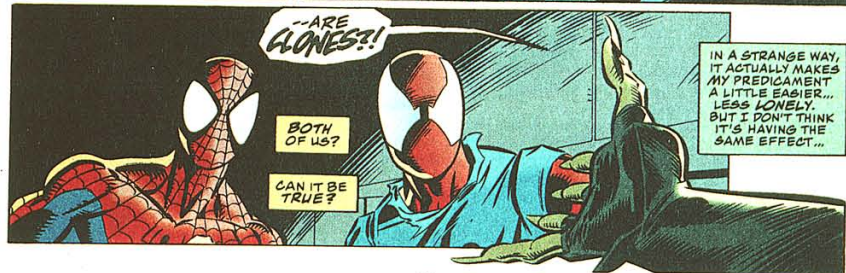
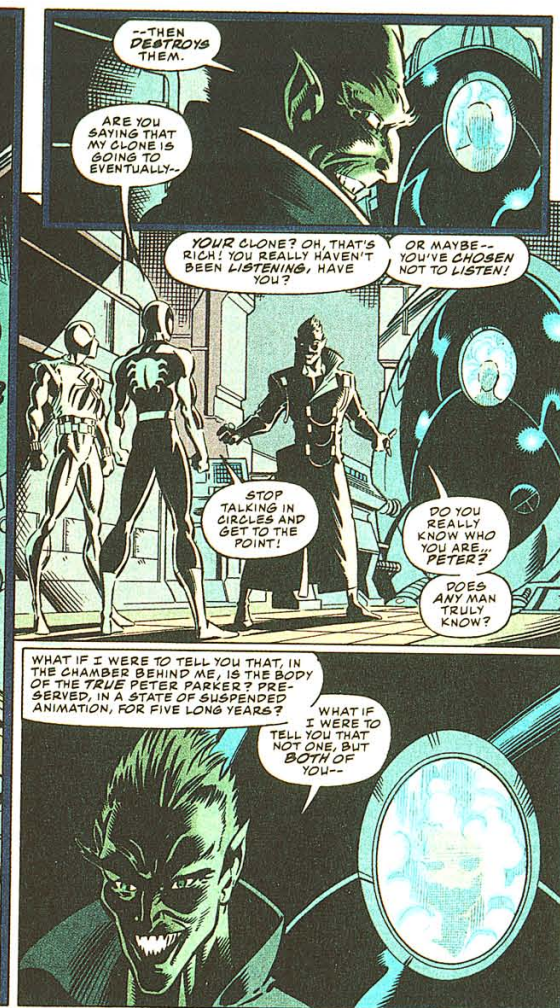
**MARVEL  
COMICS**

**SATISFACTION  
GUARANTEED**

OR WE'LL REFUND PAYMENT  
ON ALL REMAINING ISSUES.

TM & © 2004 MARVEL







# COME ON, BUB! JOIN THE TEAM AND STAR IN YOUR OWN X-MEN COMIC!

**HEY SLACKER!** - ALL YOUR FRIENDS HAVE JOINED THE TEAM AND FOUGHT ALONG SIDE THE X-MEN, WHAT'S KEEPING YOU?

## You Know The Deal...

Marvel wants you to be Captain Universe in your own personalized comic! That's right - you'll become the most powerful super hero in the galaxy, fighting evil side by side with the X-Men! You'll also get a personalized trading card with your name and stats and a two sided poster - all for \$14.95!

## How Do We Do It?

Through the Mighty Marvel miracle of technology, the entire comic book will be personalized with things like your first name, last name, home town and even the name of a friend or loved one who'll take part in your adventure. There are two versions, one male, one female, so you end up being the right kind of Captain Universe. And unlike those ugly, old-fashioned personalized kiddie books, your Marvel X-Men comic will look just like it was hand lettered by a seasoned bullpen veteran.

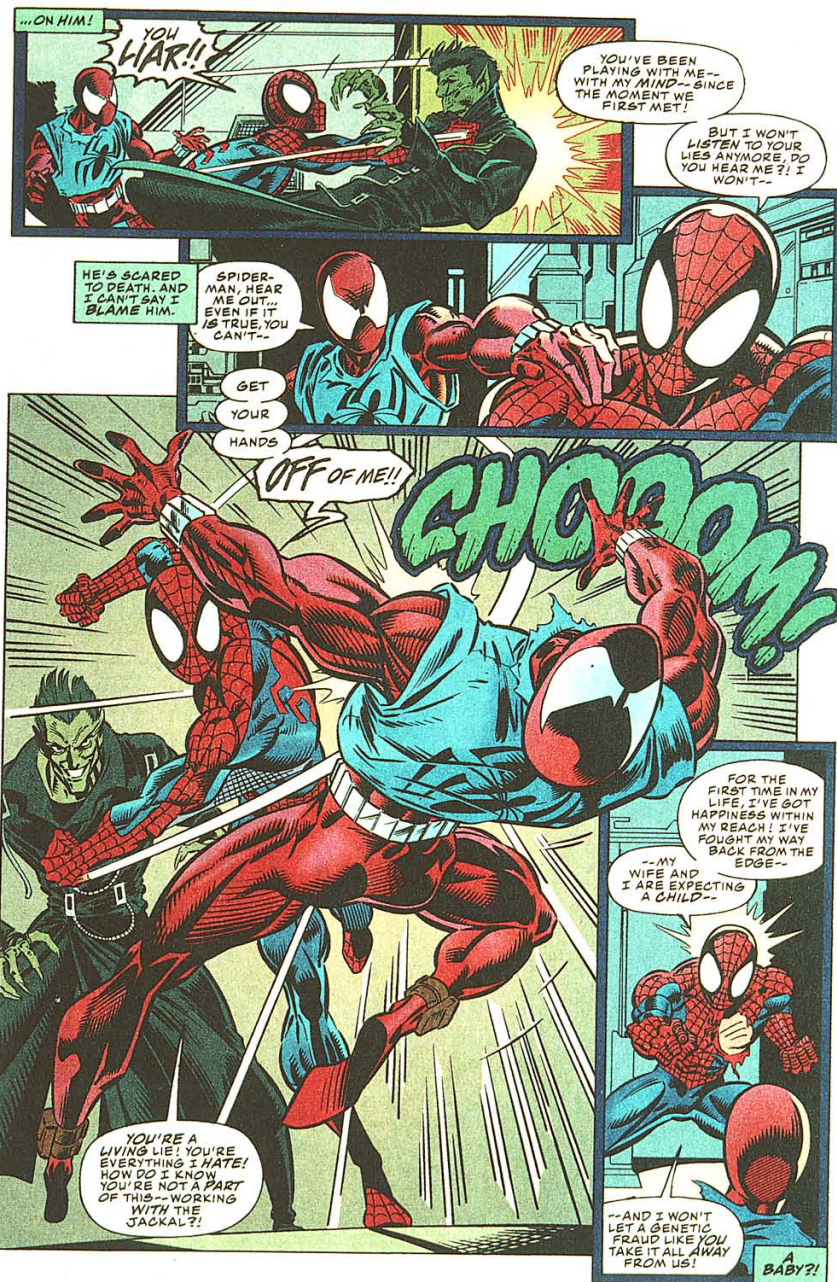
## Don't Be Selfish-Makes A Great Gift!

Did we mention how insanely impressed your friends and fellow comic friends will be? or maybe the word is JEALOUS! So don't be stingy - get one for a friend, a loved one, a skeptic! Make them Captain Universe and you can co-star! A personalized Marvel comic is the coolest gift you can give and it's within your powers to do it - after all, you're Captain Universe, right?

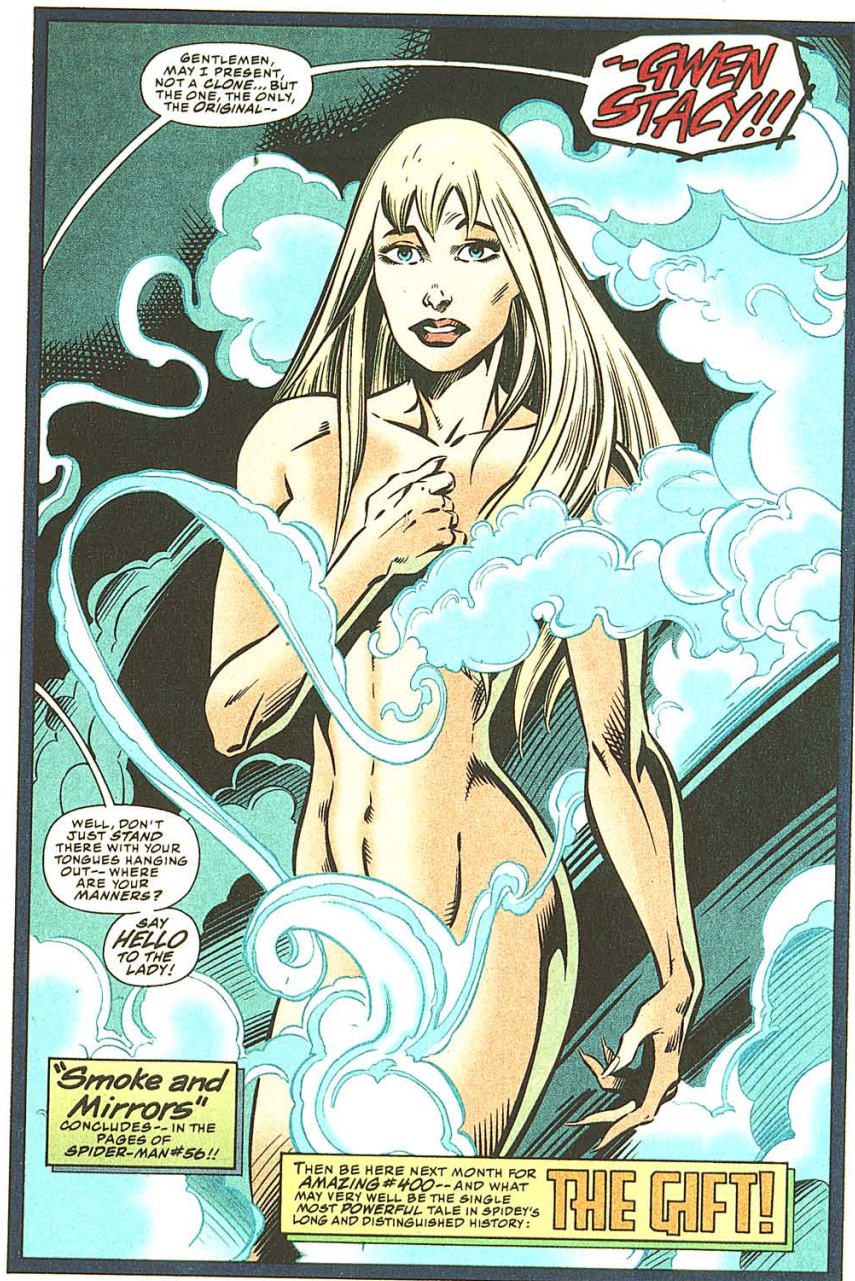
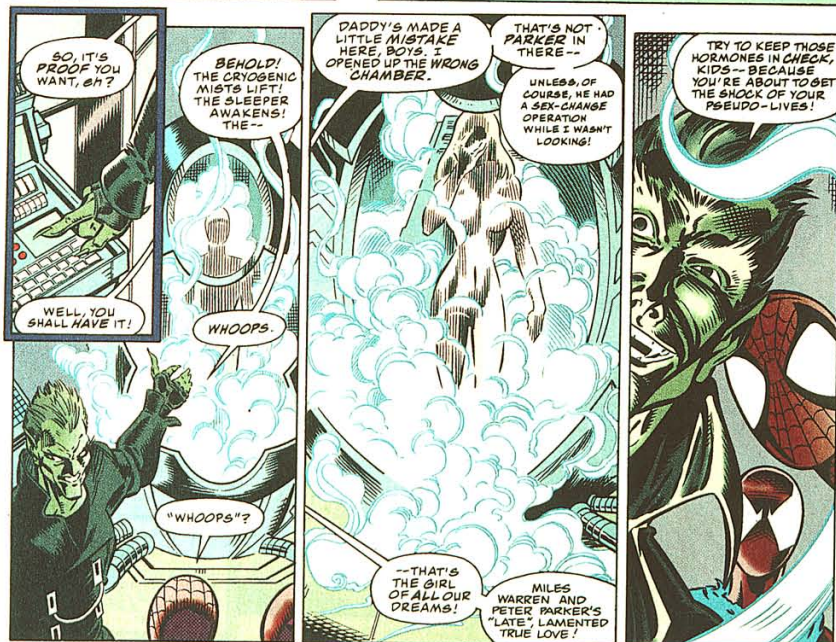
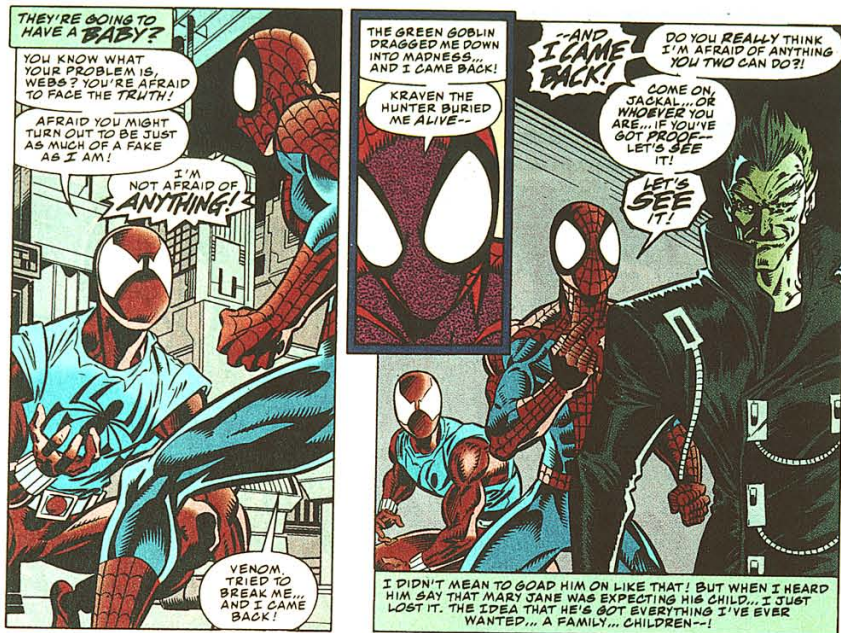
## How To Order!

To order your personalized X-Men comic, either go immediately to your nearest comic book retailer or call 1-800-830-6079. No limit - order as many as you like! Each comic is \$14.95 + \$2.95 S&H. MC, VISA, AMEX, DISCOVER, DEBIT cards, checks or money orders, no cash accepted. Your book will be shipped 8-10 weeks after you place your order. Orders containing profanity will not be processed. Discounts available for special events and group orders of 15 pcs. or more.

## FEEL LEFT OUT YET?









# MARVEL COMICS

ITEM!  
Tom Danning is the editor of our two MARVEL ACTION HOUR comics

(based on the smash TV series) but he's also having plenty of action hours at home these days! Only the kind of action Tom's engaged in involves changing diapers and singing lullabies! On October 21 of last year, Tom's lovely wife, Robin, gave birth to a very animated baby girl named Emily Grace! Tom noted that little Emily is already a "big fan of the MARVEL ACTION HOUR! Every Sunday morning, I sit her on my knee and we watch it together. Then I act like the Mandarin and it scares the heck out of her!"

Next week will see the arrival of MARVEL ACTION HOUR: THE FANTASTIC FOUR #5, which concludes a three-part Sub-Mariner mini-epic written by Joey Cavalieri and drawn by Quik Alcatena. Tom revealed that the plot involves "the Sub-Mariner joining forces with the Fantastic Four to defeat a renegade Atlantean, General Krang, who is planning to attack the surface world." The story is loosely based on the old Lee/Kirby classic FF stories. Tom noted that the issue features "cool Atlantean warships, lots of sea monsters, and great Alcatena artwork!"

Also due next week is MARVEL ACTION HOUR: IRON MAN #5, which begins a three-part origins saga. According to Tom, "The origin of Iron Man is retold, in a slightly different fashion from the Marvel Universe version. We show how Tony Stark and the Mandarin's pasts are linked together." As if that wasn't enough, the issue features everybody's favorite savage dragon, Fin Fang Foom! Tom raved, "The pencils by Anthony Williams look fantastic!"



ITEM! The final issue of MARVEL SUPER-HEROES MAGAZINE goes on sale next week, and it's a doozy! The issue reprints classic 1980s stories of your favorite Marvel heroes — including Hulk, Fantastic Four, and Iron Man — written and drawn by some of the greatest superstars in the business! Assistant editor Glen Greenberg commented, "It's the best last issue you'll ever see! It has a terrific Scott McDaniel cover, featuring Daredevil the way you like him!"

ITEM! Big changes are in store for Ant-Man in the pages of FANTASTIC FOUR UNLIMITED #9. Writer Roy Thomas explained, "Ant-Man gets mutated by one of the High Evolutionary's old machines which was left under the city, and he turns into this evil mutated creature with super-insect powers!" Among Ant-Man's new abilities: the power to mutate other insects into vicious killers which only he can control! The issue guest-stars the Mighty Thor and his new pals, the God Pack! The art for FANTASTIC FOUR UNLIMITED #9 is provided by good ol' Herb Trimpe. Roy urged fans to pick up the issue, to see Ant-Man utilizing his "strange new powers," as he attempts "to conquer first, the city of New York, and then, the world!"

ITEM! AVENGERS #384 is the culmination of Hera's horrendous plot against Hercules. The issue is brought to you by the regular creative team of writer Bob Harras, penciler Mike Deodato, and inker Tom Palmer. Assistant editor Matt Idelson vowed that the issue "will bring tears to your eyes. Seriously! You'll believe that a half-god can cry!" Matt pointed out that this issue "sets into motion the big AVENGERS event for this year. This is the year of the Avengers, and it's gonna be cool!"

ITEM! Also on sale next week: AVENGERS #4 MARVEL MILESTONE with the unforgettable return of Captain America and MARVEL SPOTLIGHT ON CAPTAIN AMERICA #3!

## STILL ON SALE

- **CAPTAIN AMERICA #437:** While Cap's in a coma, Free Spirit and Jack Flag take over! By Gruenewald/Hoover/Bulanadi!
- **DARKHAWK #49:** Overhawk goes overboard! More trouble for our overworked hero! By Fingerot/Smith/Akin!
- **FANTASTIC FORCE #5:** Huntara hunts Dreadface! He's an easy guy to find! By Brevoort & Kanterovich/Bastianoni/Caberal!
- **FORCE WORKS #9:** Say g'day to Dreamguard — he's the Aussie super hero, mate! By Abnett & Lanning/Catalfore/Garcia!
- **MARVEL COMICS PRESENTS #175:** The final presentation! With Steel Raven, Vengeance, Lunatik, and more!
- **NAMOR #60:** It's a bloodbath as Namor and Andromeda confront Bloodaxe and Blood Wraith! By Herding/Ishervood!
- **BLACKWOLF #9:** When in New York, make sure you visit Daredevil! By Herding/Molina/Anderson!
- **GUARDIANS OF THE GALAXY #57:** The Keeper reveals the fate of Galactus! By Gallagher/West/Montano!
- **SECRET DEFENDERS #24:** Featuring a clash with the original Defenders! By Brevoort & Kanterovich/Wylie & Bair/DeZurung!
- **SILVER SABLE #33:** Hammered by Hammerhead! By Wright/Purcell/Eklund!
- **WAR MACHINE #11:** Anything can happen at the office Christmas party! By Kaminski & Benson/Senior/Eklund!
- **FANTASTIC FOUR #397:** Someone is resurrected! But it's not who you think! By DeFalco/Ryan/Bulanadi!
- **IRON MAN #312:** Tony hosts an Alcoholic Anonymous party on New Year's Eve! By Kaminski/Morgan!
- **OFFICIAL INDEX TO THE AVENGERS #5 OF #6:** It's Avengers! By Ward!
- **SILVER SURFER #101:** Surf catches Shalla Bal in the arms of a shocking suitor! By Marz/Phillips/Martin!
- **THOR #483:** Loki wants to kill Thor! Talk about sibling rivalry! By Thomas/Wymann!
- **THUNDERSTRIKE #17:** Thundy's greatest foe is back! No, it's not Cerebro! By DeFalco/Frenzy/Milgrom!
- **THE VISION #4:** Someone is toying with the Vision's emotions! But who? By Harras/Clark/Voy & MacLellan!
- **MARVEL ACTION HOUR: FANTASTIC FOUR #4:** Atlantis attacks! By Cavalieri/Alcatena!
- **MARVEL SUPER-HEROES MAGAZINE #5:** All John Byrne issues! By Byrne/Byrne/Various!
- **WARLOCK & THE INFINITY WATCH #37:** Firelord's soul has been stolen! By Arcudi/Oliffe/Williams!

# NOW YOU'RE ON FIRE!



## FEBRUARY 23<sup>RD</sup>

**SUPER NINTENDO**  
ENTERTAINMENT SYSTEM

**GENESIS**

**GAME GEAR**

**Acclaim**  
entertainment inc.



The NBA and individual NBA Team identifications used on or in this product are trademarks, copyrighted designs, and other forms of intellectual property of NBA Properties, Inc. and the respective Teams and may not be used, in whole or in part, without the prior written consent of NBA Properties, Inc. © 1994 NBA Properties, Inc. All rights reserved. Sub-licensed from Midway's Manufacturing Company. All rights reserved. The official logo and registered trademarks of Nintendo of America Inc. © 1991 Nintendo of America Inc. Sega, Genesis and Game Gear are trademarks of Sega Enterprises, Ltd. Acclaim is a division of Acclaim Entertainment Inc. © & © 1994 Acclaim Entertainment, Inc. All rights reserved.

**MIDWAY**



PETER PARKER NO MORE...WEDDING OF SCOTT & JEAN...THE PHALANX ATTACK...SAVAGE HULK IS BACK...GHOST RIDER REBORN...SPIDER-CLONE RETURNS...JEAN GREY VS. SABRETOOTH...FIGHTING CHANCE...FALL OF THE HAMMER

2099...SCARLET SPIDER VS. VENOM...SUICIDE RUN...MYSTERY OF CENTURY...STARBLAST...

SPAYNE  
GADPOOL  
ENOM  
GHOST RIDER  
SVLOCKE  
LOGUE

Marvel, and all Marvel characters and the distinctive likenesses thereof.™ and © 1994 Marvel. All rights reserved. Distributed by Fleet Corp.

FEBRUARY  
1995

ABRETOOTH  
FINAL SANCTION  
CYCLOPS

95 LAIR™  
MARVEL  
ANNUAL

THE MOST COLORFUL EVENTS OF LAST YEAR ARE HERE!

WEST  
HATTERSTAR  
THING  
SILVER SURFER  
HULK 2099  
MARY JANE

ARTISEMENT